



**BOSTON & MAINE CORPORATION  
MAINE CENTRAL RAILROAD COMPANY  
SPRINGFIELD TERMINAL RAILWAY COMPANY**

IRON HORSE PARK  
NO. BILLERICA, MASS. 01862

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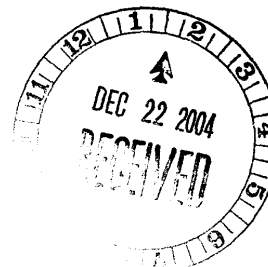
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December 20, 2004



Mr. Vernon A. Williams  
Secretary

**By Federal Express**

United States Surface Transportation Board  
1925 K Street, N.W., Room 700  
Washington, D.C. 20423

**Re: Boston and Maine Corp. and Springfield Terminal Railway Co. v.  
New England Central Railroad, Inc.—Formal Complaint and Petition  
for Declaratory Order  
STB Docket No. FD 34612**

Dear Secretary Williams:

Pursuant to 49 C.F.R. § 1111.10(a), please accept this correspondence as the proposed procedural schedule in the above referenced action, as discussed by the parties in a telephonic conference. As a result of this discussion, the parties propose that the Board establish a procedural schedule in two phases, with the first phase intended to resolve a preliminary—and possibly dispositive—issue of law in this matter, and, if necessary, a second phase to perform discovery and file additional pleadings. Particularly, the parties have agreed that the most efficient approach would have the parties first address the issue of the applicability of Section 7.1 of the Trackage Rights Order (“TRO”) to this proceeding, *see* 6 I.C.C.2d 564-65, as well as the scope of that section.

To accomplish this, the parties propose an initial procedural schedule whereby each party file an opening statement and a reply addressing solely their respective interpretations of Section 7.1 of the TRO and its applicability to this proceeding as pleaded. Opening statements would be due within 30 days following the Board’s order adopting this procedural schedule, with replies due 20 days after service of each opening statement. Once this preliminary issue is resolved, the parties will reconvene to propose a supplemental procedural schedule to resolve any remaining issues.

Thank you for your attention to this matter. Please feel free to contact me if you should have any questions or comments.

Sincerely,

A handwritten signature in black ink, appearing to read "Robt B. Culliford", written in a cursive style.

Robert B. Culliford  
Corporate Counsel

cc: All Parties of Record

**CERTIFICATE OF SERVICE**

I hereby certify that true copies of the foregoing documents were served on December 20, 2004, by Federal Express upon the following parties to this action:

Louis E. Gitomer, Esquire  
Ball Janik, L.L.P.  
Metropolitan Square  
1455 F Street, N.W.  
Washington, D.C. 20005

**Dated: December 20, 2004**

  
Robert B. Culliford